



**ASSOCIATES COMMERCIAL CORPORATION**  
(A subsidiary of ASSOCIATES CORPORATION OF NORTH AMERICA)

May 30, 1980

RECORDATION NO. 6842-13 Filed 1425

JUN 3 1980 - 2 30 PM

10 Post Office Square  
Suite 1055  
Boston, Massachusetts 02109  
Phone: 617/542-0596

INTERSTATE COMMERCE COMMISSION

**0-155A105**

No.

Date JUN 3 1980

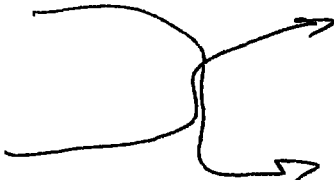
Fee \$ 10.00

Secretary of the  
Interstate Commerce Commission  
Washington, D.C. 20423

**ICC Washington, D. C.**

Dear Sir or Madam:

We hereby advise you of the following information with regard to the Specific Assignment being forwarded herewith for recording with your office.

Assignee:  Randolph Computer Corporation  
537 Steamboat Road  
Greenwich, CT 06830

Assignor: Associates Commercial Corporation  
10 Post Office Square, Suite 1055  
Boston, MA 02109

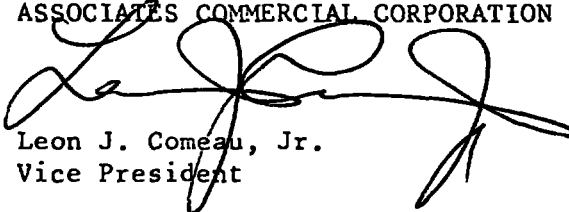
Equipment: A schedule of the equipment covered under the original Lease is attached hereto.

Prior Recording Information: The underlying Lease was filed and recorded on December 26, 1972 at 9:30 a.m. and assigned Recordation No. 6842.

Our check in the amount of \$10.00 is enclosed. Also enclosed are two certified copies of the Specific Assignment. Please return the original recorded document to my attention at the above address.

Very truly yours,

ASSOCIATES COMMERCIAL CORPORATION

  
Leon J. Comeau, Jr.  
Vice President

RECEIVED  
JUN 3 2 26 PM '80  
I.C.C.  
FEE OPERATION BR.

LJC:eah

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**6/24/80**

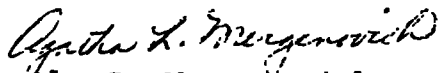
**OFFICE OF THE SECRETARY**

**Leon J. Comeau, Jr.**  
**Vice President**  
**Associates Commercial Corp.**  
**10 Post Office Square, Suite 1055**  
**Boston, Mass. 02109**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **6/3/80** at **2:30pm**, and assigned recordation number(s). **6842-B**

Sincerely yours,

  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

JUN 3 1980 - 2 30 PM

INTERSTATE COMMERCE COMMISSION

SPECIFIC ASSIGNMENT

and subject to

In furtherance of a certain Loan and Security Agreement dated as of December 31, 1979 and other related documents between us of said date, and pursuant to the provisions of said Loan and Security Agreement, the undersigned specifically assigns to Associates Commercial Corporation (ACC) all of its rights in and to a certain Lease Agreement between the undersigned and Bessemer and Lake Erie Railroad Company along with its rights to lease payments and to the underlying equipment covered by such lease along with any guarantees of the obligations arising under said lease and the proceeds including insurance proceeds of any of the foregoing. The specific lease which is the subject of this Assignment is as follows:

Lessee: Bessemer and Lake Erie Railroad Company

Date of Lease: As of November 20, 1972

Balance Due Under Lease: (see schedule)

Description of Leased Property: (see schedule)

The lease consists of an original lease document dated as shown above along with no amendments ~~xxxxx~~-----  
the original~~s~~ of which have all been transferred and delivered to ACC.

Dated at Greenwich, Connecticut, this 15th day of January, 1980.

RANDOLPH COMPUTER CORPORATION

BY Frank A. Easterling  
Title President

ASSOCIATES COMMERCIAL CORPORATION

BY: [Signature]  
TITLE Vice President



45 613 EYE EASE  
45 713 20/20 BUFF  
MIN - 1.5

# Bessmer - Lake Erie RR Co Schedule of Payments Due

	1	2	3	4	5
	Invoice Period		Payment Date		Amount Due
1	1980				
2	2/1/80 - 4/30/80		2/1/80		2591.0
3					
4	5/1/80 - 7/31/80		5/1/80		2591.0
5					
6	8/1/80 - 10/31/80		8/1/80		2591.0
7					
8	11/1/80 - 1/31/81		11/1/80		2591.0
9					
10	1981				
11	2/1/81 - 4/30/81		2/1/81		2591.0
12					
13	5/1/81 - 7/31/81		5/1/81		2591.0
14					
15	8/1/81 - 10/31/81		8/1/81		2591.0
16					
17	11/1/81 - 1/31/82		11/1/81		2591.0
18					
19	1982				
20	2/1/82 - 4/30/82		2/1/82		2591.0
21					
22	5/1/82 - 7/31/82		5/1/82		2591.0
23					
24	8/1/82 - 10/31/82		8/1/82		2591.0
25					
26	11/1/82 - 1/31/83		11/1/82		2591.0
27					
28					
29					103092
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

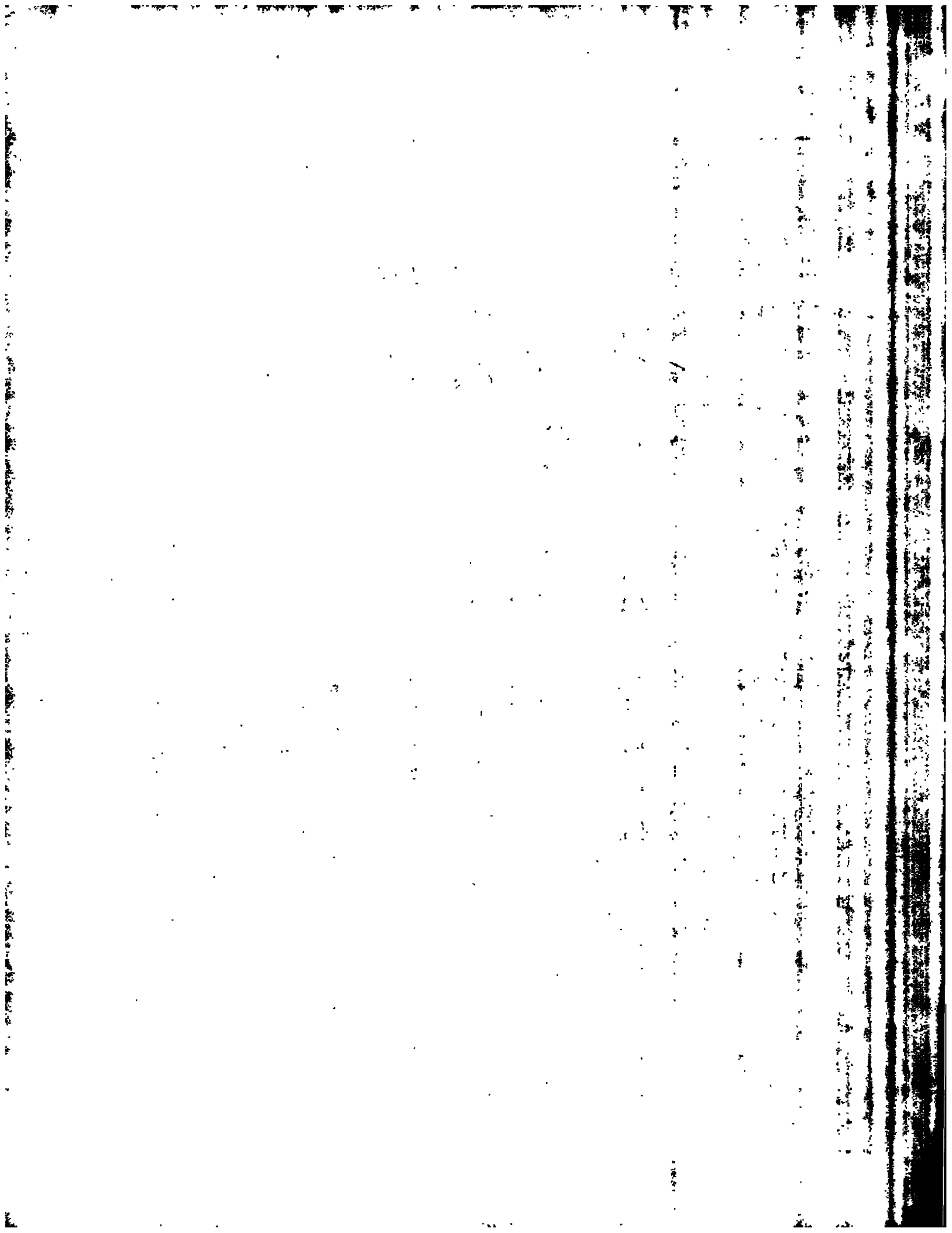
<u>Equipment</u>	<u>Serial Numbers</u>	<u>Location</u>
397 Railroad Gondola Cars of the AAR Mechanical Car Type Code G112 each 42 Feet Long, Rated at 70 Tons, Weighing 30 Tons, Equipped with Friction Bearings, and having a capacity of 1529 Cubic Feet.	37,000-37,019 37,100-37,329 LT3000-3149 (See Note 1)	(See Note 2)

Note 1

Serial number sequences account for 400 cars in total. Subsequent to the contract start date, 3 cars have been destroyed and the Company has received the appropriate Stipulated Loss Value.

Note 2

All cars are on lease to Bessemer and Lake Erie Railroad whose headquarters are in Pittsburgh, Pennsylvania and whose tracks extend generally North and South from a point just Northeast of Pittsburgh to Lake Erie. Under the lease agreement, Bessemer may sublease the cars and have from time to time subleased to Union Railroad, Youngstown and Northern, and Lake Terminal Lines. Currently the majority of the cars are on sublease to Union Railroad whose tracks are just East of Pittsburgh and service U. S. Steel plants in that area. Both Bessemer and Union are U. S. Steel subsidiaries. (See Map Attached).

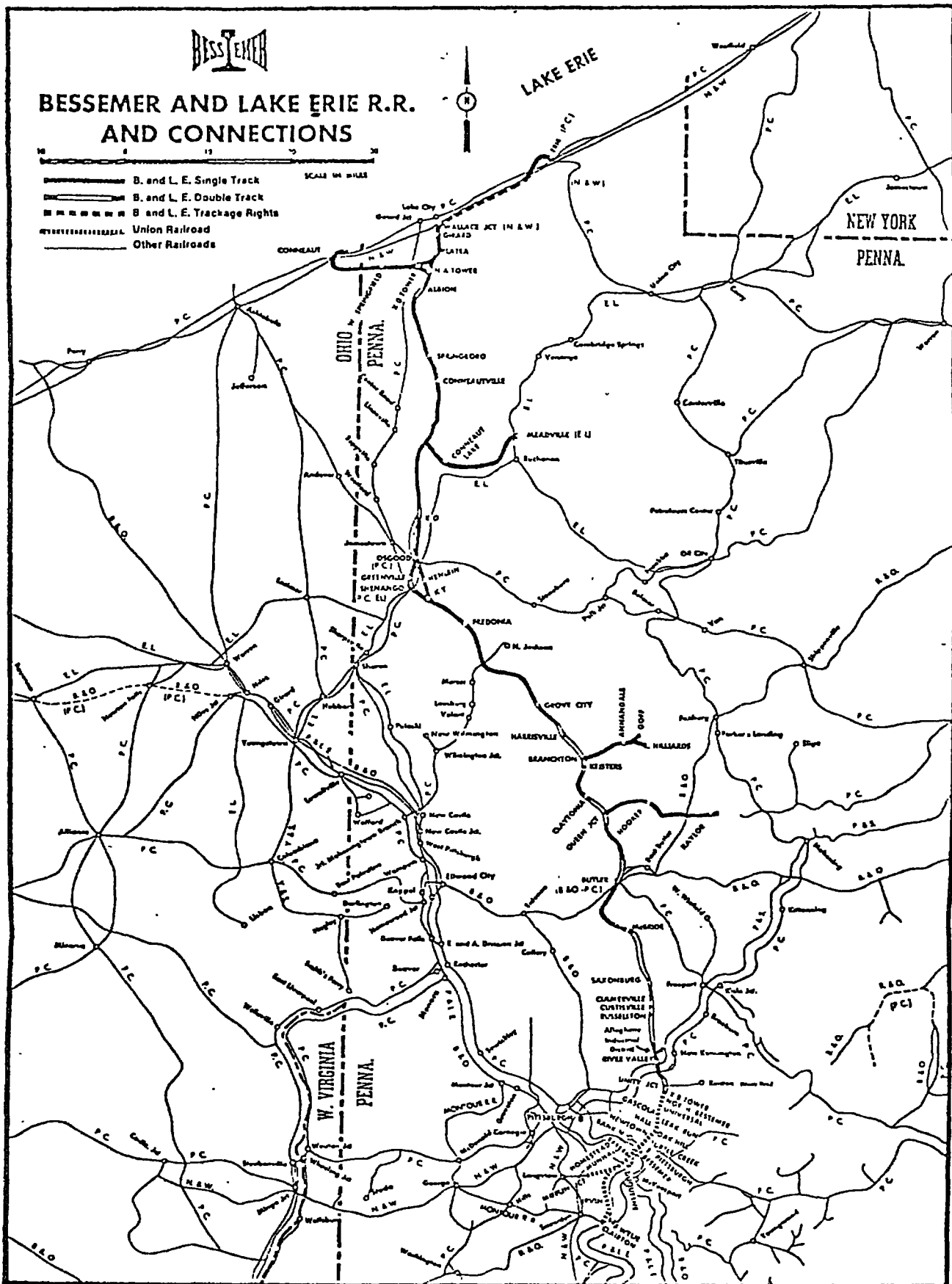




# BESSEMER AND LAKE ERIE R.R. AND CONNECTIONS

SCALE IN MILES

- B. and L. E. Single Track
- B. and L. E. Double Track
- B. and L. E. Trackage Rights
- Union Railroad
- Other Railroads



STATE OF CONNECTICUT:

: ss. Greenwich

COUNTY OF FAIRFIELD :

On this 16th day of May, 1980, before me personally appeared Frank A. Easterling, to me personally known, who being by me duly sworn, says that he is the President of Randolph Computer Corporation, that the seal affixed to the ~~foregoing instrument~~ is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\* Specific Assignment pertaining to Bessemer and Lake Erie Railroad Company, dated January 15, 1980,

Phyllis J. Johnson

Notary Public

My Commission Expires: 3/31/85

COMMONWEALTH OF MASSACHUSETTS:

: ss. \_\_\_\_\_

COUNTY OF Suffolk :

On this 1st day of April, 1980, before me personally appeared Leon J. Comeau, Jr., to me personally known, who being by me duly sworn, says that he is the Vice President of Associates Commercial Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Luth Kaplan

Notary Public

My Commission Expires: 9/21/84




STATE OF CONNECTICUT:

: ss. Hartford

COUNTY OF HARTFORD :

I, William Barnett, Notary Public of said State of Connecticut, hereby certify that I have compared this copy with the original Specific Assignment and it is a true and correct copy in all respects.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal, at Hartford, in said County, this 26th day of May, 1980.

  
\_\_\_\_\_  
William Barnett  
Notary Public  
My Commission Expires: 3/31/84